

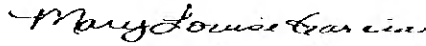
Electronically Recorded

Tarrant County Texas

Official Public Records

3/10/2011 2:28 PM

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PGS 4 \$28.00

Mary Louise Garcia

Submitter: SIMPLIFILE

**AMENDMENT TO
OIL, GAS AND MINERAL LEASE**

THE STATE OF TEXAS

§
§
§
§

COUNTY OF TARRANT

WHEREAS, an Oil, Gas and Mineral Lease dated December 27, 2000, was granted by Wesley Cleveland, Jr. and wife, Bobbie Cleveland, Lessor, to Four Sevens Oil Company (a/k/a Four Sevens Oil Co., Ltd.), Lessee, a memorandum giving notice of such lease being recorded at Volume 14687, Page 125, Official Public Records, Tarrant County, Texas (the "Lease");

WHEREAS, Wesley A. Cleveland, III, Trustee of the Wesley A. Cleveland, Jr. Family Trust (together with Bobbie Cleveland, "Lessor") has succeeded to the interest in the oil, gas and minerals covered by the Lease formerly owned by Wesley A. Cleveland, Jr.

WHEREAS, XTO Energy Inc. ("Lessee"), as the successor-in-interest to Four Sevens Oil Company (a/k/a Four Sevens Oil Co., Ltd.), is the current owner of the Lease; and

WHEREAS, it is the mutual desire of Lessor and Lessee to amend the Lease to amend the pooling provisions, and pugh and surface use clauses.

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree that the Lease is amended as follows:

- A. The first sentence in Paragraph 4 of the Lease is amended by inserting the following provision at the end of such sentence:

";provided, however, that Lessee may pool this Lease and the lands covered thereby with other lands and leases to form and create the Taylor-Cleveland Unit, as depicted on Exhibit "B" attached hereto and made a part hereof, to contain 145.40 acres, more or less. The minerals pooled and unitized hereby shall be limited to the oil and gas including all hydrocarbons produced from the Barnett Shale formation."

- B. The phrase "one hundred feet (100') below the deepest depth drilled on" in the fifth (5th) sentence of Paragraph 6 of the Lease is hereby deleted in its entirety and replaced with the phrase "one hundred feet (100') below the stratigraphic equivalent of the base of the Barnett Shale formation."

- C. Paragraph 10 of the Lease is hereby amended to include the following sub-clause (n):

"(n)Notwithstanding anything herein to the contrary, Lessee shall not use or occupy any portion of the surface of the Leased Premises in which all of the mineral estate therein is owned by Lessor (containing 75 acres, more or less) as a drillsite or wellsite for a horizontal well."

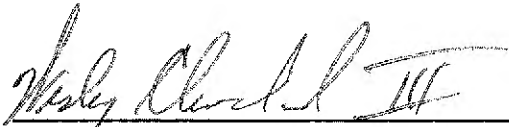
D. Exhibit "B" attached hereto is deemed to be attached to the Lease as its Exhibit "B."

THIS Amendment is made subject to that certain Letter Agreement dated January 26, 2011 between the parties herewith.

EXCEPT as amended hereby, the Lease shall remain in full force and effect according to its original terms and, for the same consideration above recited, Lessor hereby ratifies, confirms and adopts said Lease as hereby amended, and leases and lets the leased premises to Lessee whose interests appear of record according to the terms of the Lease as amended hereby. Lessor acknowledges the Lease, as amended hereby, to be valid, subsisting and in full force and effect.

Executed this 31 day of JANUARY, 2011.

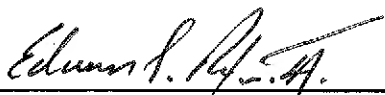

LESSOR:


WESLEY CLEVELAND, III, TRUSTEE of
the Wesley A. Cleveland, Jr. Family Trust


BOBBIE CLEVELAND

LESSEE:

XTO ENERGY INC.

By: 
Edwin S. Ryan, Jr., 
Senior Vice President – Land Administration

ACKNOWLEDGMENTS

STATE OF TEXAS §
COUNTY OF TARRANT §



This instrument was acknowledged before me on this 31 day of January, 2011, by Wesley Cleveland, III, Trustee of the Wesley A. Cleveland, Jr. Family Trust.

Notary Public Signature: Brenda R. Fry

November 12, 2014

Printed Name of Notary: Brenda R. Fry

(Seal) Commission Expires

STATE OF TEXAS §
COUNTY OF TARRANT §



This instrument was acknowledged before me on this 31 day of January, 2011, by Bobbie Cleveland.

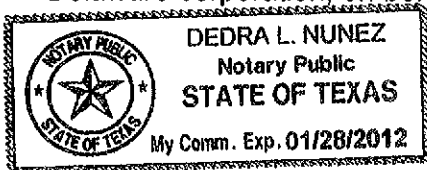
Notary Public Signature: Brenda R. Fry

November 12, 2014

Printed Name of Notary: Brenda R. Fry

(Seal) Commission Expires

STATE OF TEXAS §
COUNTY OF TARRANT §



This instrument was acknowledged before me on this 9th day of March, 2011, by Edwin S. Ryan, Jr., Senior Vice President – Land Administration of XTO Energy Inc, a Delaware corporation, on behalf of said corporation.

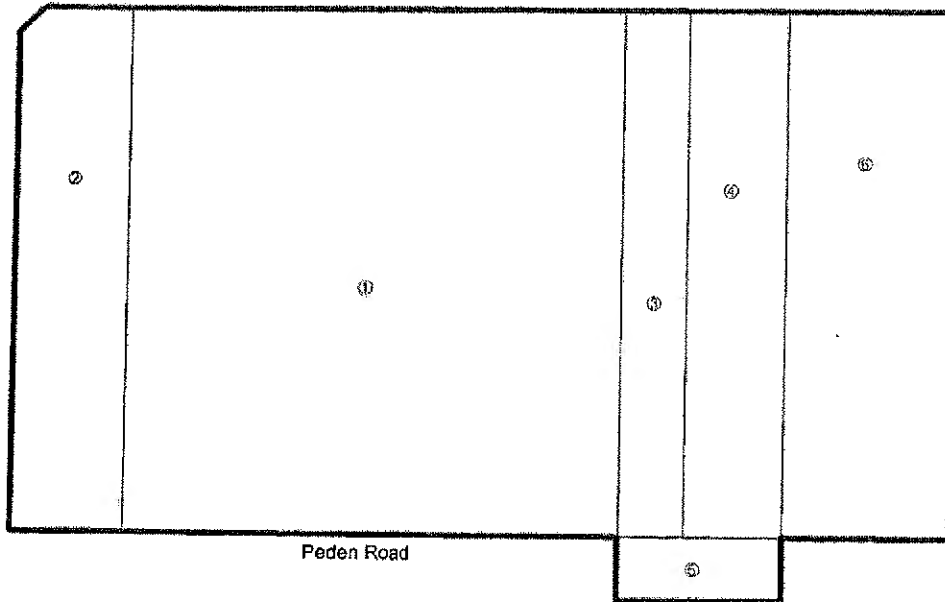
Notary Public Signature: Dedra L. Nunez

Printed Name of Notary: Dedra L. Nuñez

(Seal) Commission Expires

EXHIBIT "B"**Cleveland - Taylor Unit**

1. Called 75 acres Wesley Cleveland and wife, Bobbie
 2. Called 17 acres Texas American Properties, Inc., et al
 3. Called 10 acres Intrepid Contractors, et al
 4. Called 15 acres Kent Johnson and wife, Joan, et al
 5. Called 3 acres Jay Frederick Bonds, et al
 6. Called 25.40 acres WWTR Corporation
- Total 145.40 called acres**

**UNIT MAP**

XTO ENERGY INC.
CLEVELAND TAYLOR UNIT
M. E. P. & P. RR. CO. SURVEY
ABSTRACT NO. 1110
TARRANT COUNTY, TEXAS

SCALE: 1" = 500'

From the Office of ELS Surveying & Mapping, Inc. /
Harry L. Johnson & Associates
9905 East Bankhead Highway, Suite 250
Alamo, Texas
Phone (817) 441-6113

January 07, 2010.
 The location shown hereon was staked from tract lines as evidenced by occupation. Distances shown are not intended to be definitive in establishing title boundaries. The acreage shown hereon were provided by others. Bearings are based on NAD 27 State Plane Coordinates.

FOR THE EXCLUSIVE USE OF
XTO ENERGY INC.

LEGEND	
Proposed Well (SL)	◇
Proposed Penetration Point (PP)	○
Proposed Bottom Location (BL)	●
Existing Well	✱
Scaled Distance	Sc.